



Bruce H. Beatt
Vice President, General Counsel and Secretary



September 21, 2004

Kedari Reddy, Esquire
Assistant Regional Counsel
U.S. Environmental Protection Agency, Region 2
290 Broadway -17th Floor
New York, New York 10007

Re: In the Matter of the Lower Passaic River Study Area Portion of the Diamond Alkali Superfund Site Agreement Under Section 122(h) of CERCLA, 42 U.S.C. Section 9622 U.S. EPA Region 2; Site-Spill ID Number 02-96 CERCLA Docket No. 02-2004-2011

Dear Ms. Reddy:

I am responding on behalf of The Stanley Works ("Stanley Works") to the June 8, 2004 General Notice Letter regarding the Lower Passaic River Study Area ("LPRSA").

Stanley Works understands that EPA has entered into the above-referenced Settlement Agreement pursuant to Section 122(h) of the Comprehensive Environmental Response, Compensation and Liability Act (the "Settlement Agreement"), effective as of June 22, 2004, with thirty-one (31) companies (the "Settling Parties"). Stanley Works has been provided with a copy of the Settlement Agreement and is familiar with its terms and conditions.

In the Settlement Agreement, the thirty-one Settling Parties have agreed to provide funding to EPA to conduct the Remedial Investigation/Feasibility Study ("RI/FS") of the LPRSA. As set forth more fully in the Settlement Agreement, EPA has agreed to waive Past Response Costs (defined in the Settlement Agreement as costs incurred by EPA in connection with the RI/FS prior to the Effective Date of the Settlement Agreement) and, upon fulfillment of the obligations set forth in the Settlement Agreement, to provide a covenant not to sue to the Settling Parties for Past Response Costs and Future Response Costs (defined in the Settlement Agreement as costs incurred by EPA in connection with the RI/FS after the Effective Date of the Agreement). Thus, under the Settlement Agreement, EPA agrees that the Settling Parties have resolved, pursuant to Section 122(h) of CERCLA, 42 U.S.C. 9622(h), their liability to the United States for Past Response Costs and Future Response Costs incurred by EPA at the LPRSA as provided by Section 113(f)(3)(B) of CERCLA, 42 U.S.C.

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9613(f)(3)(B). In turn, the Settling Parties have agreed to provide ten million dollars (\$10,000,000.00) to EPA for its Future Costs. The Settling Parties have reserved all defenses available under the law and EPA has reserved all of its CERCLA enforcement authorities above ten million dollars. It is EPA's present intention to permit up to nine (9) additional companies to sign onto the Settlement Agreement, with minor revisions as necessary to include the additional nine settlors.

Based upon the foregoing representations, Stanley Works hereby states that it intends to join the LPRSA Cooperating Parties Group and to sign onto the Settlement Agreement, with the minor revisions as necessary to include the nine additional settlors.

Very truly yours,

A handwritten signature in black ink, appearing to read 'B. H. Beatt', written in a cursive style.

Bruce H. Beatt
Vice President, General Counsel
And Secretary

BHB/kbn

cc: Peter Herzberg, Esq. (via fax)
Debi Geyer, Stanley (via fax)
Theodore Morris, Esq.

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